

1 QUINN EMANUEL URQUHART & SULLIVAN, LLP
2 Charles K. Verhoeven (Bar No. 170151)
3 charlesverhoeven@quinnemanuel.com
4 David A. Perlson (Bar No. 209502)
5 davidperlson@quinnemanuel.com
6 Melissa Baily (Bar No. 237649)
7 melissabaily@quinnemanuel.com
8 John Neukom (Bar No. 275887)
9 johnneukom@quinnemanuel.com
10 Lindsay Cooper (Bar No. 254886)
11 jordanjaffe@quinnemanuel.com
12 50 California Street, 22nd Floor
13 San Francisco, California 94111-4788
14 Telephone: (415) 875-6600
15 Facsimile: (415) 875-6700

16 Attorneys for WAYMO LLC

17 UNITED STATES DISTRICT COURT

18 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

19 WAYMO LLC,

20 CASE NO. 3:17-cv-00939-WHA

21 Plaintiff,

22 vs.

23 UBER TECHNOLOGIES, INC.;
24 OTTOMOTTO LLC; OTTO TRUCKING
25 LLC,

26 **DECLARATION OF LINDSAY COOPER
27 IN SUPPORT OF PLAINTIFF WAYMO
28 LLC'S ADMINISTRATIVE MOTION TO
FILE UNDER SEAL ITS OFFER OF
PROOF WITH RESPECT TO WAYMO'S
DEVELOPMENT EXPENSES**

29 Defendants.

30

31

32

33

34

35

36

37

38

39

40

41

42

1 I, Lindsay Cooper, declare as follows:

2 1. I am an attorney licensed to practice in the State of California and am admitted to
 3 practice before this Court. I am an associate at the law firm Quinn Emanuel Urquhart & Sullivan,
 4 LLP, counsel for the Plaintiff Waymo LLC (“Waymo”). I have personal knowledge of the matters set
 5 forth in this Declaration, and if called as a witness I would testify competently to those matters.

6 2. I make this declaration in support of Waymo’s Administrative Motion to File Under
 7 Seal its Offer of Proof With Respect To Waymo’s Development Expenses (“Waymo’s Administrative
 8 Motion”). Waymo’s Administrative Motion seeks an order sealing the following materials:

Document	Portions to Be Filed Under Seal	Designating Party
Waymo’s Offer of Proof	Highlighted in blue	Defendants
	Highlighted in green	Waymo
Exhibit 1 to Waymo’s Offer of Proof	Entire document	Defendants
Exhibit 2 to Waymo’s Offer of Proof	Entire document	Defendants
Exhibit 3 to Waymo’s Offer of Proof	Entire document	Defendants
Exhibit 4 to Waymo’s Offer of Proof	Entire document	Defendants
Exhibit 5 to Waymo’s Offer of Proof	Highlighted in green	Waymo
	Entire document	Defendants
Exhibit 6 to Waymo’s Offer of Proof	Entire document	Waymo & Defendants
Exhibit 7 to Waymo’s Offer of Proof	Entire document	Waymo

17 3. Portions of Waymo’s Offer of Proof and the attached exhibits contain information that
 18 Defendants have designated as confidential and/or highly confidential.

19 4. Portions of Waymo’s Offer of Proof and exhibits thereto also contain, reference, and/or
 20 describe Waymo’s asserted trade secrets, including as misappropriated by Defendants. Waymo
 21 therefore seeks to seal portions of Waymo’s Offer of Proof and the exhibits thereto as identified
 22 above. Specifically, Waymo’s Offer of Proof and the attached exhibits referenced above describes
 23 certain technical specifications of Waymo’s trade secrets. I understand that these trade secrets are
 24 maintained as secret by Waymo (Dkt. 25-47) and are valuable as trade secrets to Waymo’s business
 25 (Dkt. 25-31). The public disclosure of this information would give Waymo’s competitors access to in-
 26 depth descriptions—and analysis—of the functionality of Waymo’s autonomous vehicle system.
 27 Waymo’s Offer of Proof and the attached exhibits referenced above also contain or refer to
 28 confidential business information, including internal development costs, which Waymo maintains as

1 secret. If such information were made public, I understand that Waymo's competitive standing would
2 be significantly harmed. Waymo's request to seal is narrowly tailored to only the confidential
3 information.

4 I declare under penalty of perjury under the laws of the State of California that the foregoing is
5 true and correct, and that this declaration was executed in San Francisco, California, on January 26,
6 2018.

7 By /s/ Lindsay Cooper
8 Lindsay Cooper
Attorneys for WAYMO LLC

10 **SIGNATURE ATTESTATION**

11 Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the
12 filing of this document has been obtained from Lindsay Cooper.
13

14 /s/ Charles K. Verhoeven
15 Charles K. Verhoeven

16
17
18
19
20
21
22
23
24
25
26
27
28